

DEZCO Communications, Inc.  
Illinois Application for Certificate to become  
An Interexchange Telecommunication Resale Carrier

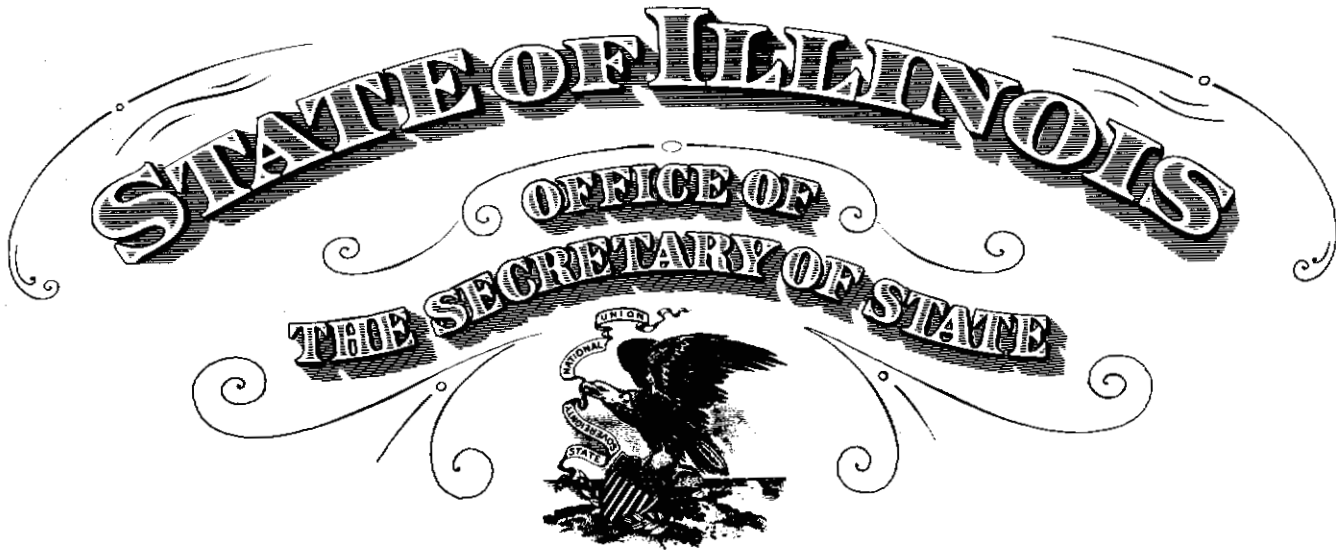
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**Exhibit 8**  
**Articles of Incorporation and**  
**Certificate of Authority to Transact Business in Illinois**

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By:

Ron Zeiler - President  
DEZCO Communications, Inc.  
12159 South Pulaski, Alsip  
IL 60803  
Telephone: 708- 597-0463 Facsimile: 708- 334-4854



*To all to whom these Presents Shall Come, Greeting:*

*I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that*

DEZCO COMMUNICATIONS, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE AUGUST 10, 2000, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS\*\*\*\*\*

*In Testimony Whereof, I hereto set  
my hand and cause to be affixed the Great Seal of  
the State of Illinois, this* 27TH  
*day of* MAY *A.D.* 2004

*Jesse White*

SECRETARY OF STATE

00626315

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2000-08-16 14:23:21

Cook County Recorder 25.50

File Number 6120-506-3



00626315

**COOK COUNTY  
RECORDER  
EUGENE "GENE" MOORE  
BRIDGEVIEW OFFICE**

**State of Illinois  
Office of  
The Secretary of State**

**Whereas, ARTICLES OF INCORPORATION OF  
DEZCO COMMUNICATIONS, INC.  
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.**

**Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.**

**In Testimony Whereof, I hereto set my hand and cause to be  
affixed the Great Seal of the State of Illinois,  
at the City of Springfield, this 10TH  
day of AUGUST A.D. 2000 and of  
the Independence of the United States the two  
hundred and 25TH**



*Jesse White*

Secretary of State

C-2123

**RETURN TO: JOHN G. POSTWEILER  
10600 W. 143rd Street  
Orland Park, IL 60462**

00626315

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<b>BCA-2.10</b> <b>ARTICLES OF INCORPORATION</b> (Rev. Jan. 1999)		This space for use by Secretary of State  <div style="text-align: center;"> <b>FILED</b>   <b>AUG 10 2000</b>   <b>JESSE WHITE</b>  <b>SECRETARY OF STATE</b> </div>	<div style="border: 1px solid black; padding: 2px; text-align: center;"> <b>SUBMIT IN DUPLICATE!</b> </div> This space for use by Secretary of State Date <u>8-10-00</u> Franchise Tax \$ <u>25.00</u> Filing Fee \$ <u>75.00</u> Approved: <u>100.00</u>
Jesse White Secretary of State Department of Business Services Springfield, IL 62756 <a href="http://www.sos.state.il.us">http://www.sos.state.il.us</a>			
Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."			

1. CORPORATE NAME: Dezco Communications, Inc.

(The corporate name must contain the word "corporation", "company," "incorporated," "limited" or an abbreviation thereof.)

2. Initial Registered Agent: John G. Postweiler

First Name	Middle Initial	Last name
<u>10600</u>	<u>West 143rd Street</u>	

Initial Registered Office:

Number	Street	Suite #
<u>Orland Park</u>	<u>IL</u>	<u>60462</u>
City	ZIP Code	County

3. Purpose or purposes for which the corporation is organized:  
 (If not sufficient space to cover this point, add one or more sheets of this size.)

The transaction of any or all lawful business for which corporations can be incorporated under the Illinois Business Corporation Act.

4. Paragraph 1: Authorized Shares, Issued Shares and Consideration Received:

Class	Par Value per Share	Number of Shares Authorized	Number of Shares Proposed to be Issued	Consideration to be Received Therefor
Common	\$ no par	10,000	1,000	\$ 1,000.00
TOTAL = \$ 1,000.00				

Paragraph 2: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are: none

(If not sufficient space to cover this point, add one or more sheets of this size.)

(over)

- OPTIONAL:** (a) Number of directors constituting the initial board of directors of the corporation: \_\_\_\_\_
- (b) Names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify:
- | Name | Residential Address | City, State, ZIP |
|------|---------------------|------------------|
|      |                     |                  |
|      |                     |                  |
|      |                     |                  |

6. **OPTIONAL:** (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ \_\_\_\_\_
- (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: **00626315** Page 3 of 3
- (c) It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: \$ \_\_\_\_\_
- (d) It is estimated that the gross amount of business that will be transacted from places of business in the State of Illinois during the following year will be: \$ \_\_\_\_\_

7. **OPTIONAL: OTHER PROVISIONS**

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc.

8. **NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)**

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated July 24, 2000  
(Month & Day) Year

	Signature and Name
1.	<u>Ronald E. Zeller</u> Signature Ronald E. Zeller (Type or Print Name)
2.	<u> </u> Signature (Type or Print Name)
3.	<u> </u> Signature (Type or Print Name)

	Address
1.	<u>12159 South Pulaski Road</u> Street <u>Alsip, IL 60803</u> City/Town State ZIP Code
2.	<u> </u> Street City/Town State ZIP Code
3.	<u> </u> Street City/Town State ZIP Code

(Signatures must be in **BLACK INK** on original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.)


NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its president or vice president and verified by him, and attested by its secretary or assistant secretary.

**FEE SCHEDULE**

- The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 per \$1,000) on the paid-in capital represented in this state, with a minimum of \$25.
  - The filing fee is \$75.
  - The minimum total due (franchise tax + filing fee) is \$100.  
(Applies when the Consideration to be Received as set forth in Item 4 does not exceed \$16,667)
  - The Department of Business Services in Springfield will provide assistance in calculating the total fees if necessary.
- Illinois Secretary of State Springfield, IL 62756  
Department of Business Services Telephone (217) 782-9522 or 782-9523

ACTION BY SOLE SHAREHOLDER

I, the undersigned, Ronald F. Zeiler being  
the sole owner of record of all of the outstanding shares of  
DEZCO COMMUNICATIONS, INC.  
an Illinois corporation, do hereby nominate and select myself  
to act as the sole Director of said corporation to hold office  
until the next annual meeting of the shareholder of said cor-  
poration or until my successor shall be elected and qualify.

  
\_\_\_\_\_  
RONALD F. ZEILER  
Being the owner of record of all of the  
shares of said corporation.

Dated September 5, 2000

ACTION BY SOLE DIRECTOR OF

DEZCO COMMUNICATIONS, INC.

I, the undersigned, being the sole director of  
DEZCO COMMUNICATIONS, INC. an Illinois corporation, do  
hereby take the following action without a meeting, pursuant to  
the authority of the Illinois Business Corporation Act, as  
follows:

1. I nominate and appoint as officers of the corporation to act  
as such officers until their successors shall have been duly  
elected and qualified, the following:

RONALD F. ZEILER, President  
RONALD F. ZEILER, Secretary  
RONALD F. ZEILER, Treasurer  
RONALD F. ZEILER, Vice-President

2. I do hereby ratify and approve the following By-Laws and  
adopt them as the By-Laws of the corporation.


I do hereby approve the form of corporate seal an impression of which is herein set forth.



I do hereby elect under Section 1362(a) of the Internal Revenue Code (with the consent of the shareholders) that this corporation be treated as a "small business corporation" for income tax purposes, and the officers are hereby directed to so signify to the Internal Revenue Service on its form, a copy of which immediately follows this consent.

I do hereby approve the form of certificate representing shares of the corporation.

I authorize the Treasurer of the corporation, as, if and when I have paid into the corporate account the sum of my subscription, to issue a Certificate of shares to me. I also authorize the Treasurer to pay all costs of organization of the corporation.

  
\_\_\_\_\_  
Ronald F. Zeller  
Being the only Director of  
Said corporation

Dated: September 5, 2000